

G E O R G I A,        }  
WASHINGTON COUNTY }

RECORDATION NO. 5711 *B*

JUN 11 1975 -2 40 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE  
EVIDENCING SATISFACTION OF DEBT UNDER  
CONDITIONAL SALE AGREEMENT

This Bill of Sale, dated as of the 30th day of May, 1975, between THE GEO. D. WARTHEN BANK, Sandersville, Georgia, as Grantor, and SANDERSVILLE RAILROAD COMPANY, Sandersville, Georgia, as Grantee

W\_I\_T\_N\_E\_S\_S\_E\_T\_H:

WHEREAS, Grantee has satisfied the indebtedness described in that certain Conditional Sale Agreement dated as of May 1, 1970, by and between General Motors Corporation (Electro-Motive Division), as Seller, and Sandersville Railroad Company, as Buyer, which was assigned by the Seller to The Geo. D. Warthen Bank, which was recorded with the Interstate Commerce Commission on May 11, 1970 under recordation No. 5711, and which covered one 1500 H.P. Model SW-1500 Diesel Locomotive - Builders Serial No. 36484, Sandersville Railroad Company Road No. 300; and

WHEREAS, Grantee has otherwise complied with all of the terms, conditions and obligations of said Conditional Sale Agreement; and

WHEREAS, Section 4 of said Conditional Sale Agreement provides that when the said Grantee has satisfied the indebtedness described in said Agreement and has otherwise complied with the terms thereof, The Geo. D. Warthen Bank will execute

this Bill of Sale to evidence said satisfaction and compliance;

NOW, THEREFORE, Grantor does hereby grant, bargain, sell and convey to Grantee all of its rights, titles and interests in and to said railroad equipment as described in the aforesaid Conditional Sale Agreement and does hereby certify that the indebtedness described in said Conditional Sale Agreement has been satisfied, all the terms and conditions of said Conditional Sale Agreement have been met by Grantee, and that absolute right to the possession, title to and property in said railroad equipment has passed to and vested in said Grantee free and clear of all rights and property interests created or retained under the aforesaid Conditional Sale Agreement.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed, and its corporate seal to be hereto affixed and attested, by its officers thereunto duly authorized, the day and year first above written.

THE GEO. D. WARTHEN BANK

By:

Richard S. Martin President

Attest:

Mrs. Y. Bryan  
VICE PRES. & CASHIER

Signed, sealed and delivered  
in the presence of:

Marie L. Harrell

Andrew J. Higgins

Notary Public, Washington, Co., Ga.

My Commission Expires FEB. 18, 1973

STATE OF GEORGIA        )  
                              )  
COUNTY OF WASHINGTON    )

ACKNOWLEDGMENT

On this 5th day of June, 1975, before me personally  
appeared Richard S. Irwin                               and Amos Y. Bryan  
to me personally known, who being by me duly sworn, depose  
and say that they are respectively     President  
and   Vice President & Cashier                       of The Geo. D. Warthen Bank,  
Sandersville, Georgia, that the seal affixed to the foregoing  
instrument is the corporate seal of said Bank, that said  
instrument was signed and sealed on behalf of said Bank by  
authority of its Board of Directors and its By-laws, and they  
acknowledge that the execution of the foregoing instrument  
was the free act and deed of said Bank.

  
Notary Public, Washington Co., Ga.  
My Commission Expires FEB. 18, 1978